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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	:	
	:	
In re:	:	Chapter 11
	:	
ALLEGIANCE TELECOM, INC., et al.,	:	Case No. 03-13057 (RDD)
	:	
Debtors.	:	Jointly Administered
-----X	:	

**SHARED TECHNOLOGIES INC.'S STATEMENT OF ISSUES ON APPEAL AND  
DESIGNATION OF THE RECORD ON APPEAL FROM FINAL ORDERS OF THE  
UNITED STATES BANKRUPTCY COURT FOR THE  
SOUTHERN DISTRICT OF NEW YORK**

Pursuant to Federal Rule of Bankruptcy Procedure 8006, Shared Technologies Inc. ("STI"), by and through its counsel, hereby submits its statement of issues on appeal and designation of the record on appeal in connection with its Notices of Appeal filed February 19, 2007 (Docket Numbers 2585 and 2586) in the above-captioned proceedings:

**ISSUES ON APPEAL**

The following are issues on appeal:

1. Whether the Bankruptcy Court erred as a matter of law in finding that it had jurisdiction to order STI to issue additional shares of STI stock to XO/V&K based on a dispute between the ATLT and XO/V&K despite the Court's limited post confirmation jurisdiction (i) to issue "orders in aid of execution and

consummation of the Plan,” or (ii) to “hear and determine disputes arising in connection with the interpretation, implementation or enforcement of the Plan” where that dispute did not involve these limited issues.

2. Whether the Bankruptcy Court erred as a matter of law in finding that the Plan—which required the *ATLT* to distribute all the assets it held in trust for creditors—nonetheless imposed a duty on STI to guarantee that all creditors received their Plan distributions and where the Plan obligated STI to contribute 100% of its stock directly to the *ATLT* on June 23, 2004 so that the *ATLT* could manage and distribute the trust assets in accordance with the *ATLT*’s obligations to the creditors.
3. Whether, as a matter of law, the Bankruptcy Court violated 11 U.S.C. § 1127, which only allows plan modification before substantial consummation, when it modified the Plan by ordering STI to issue shares to XO/V&K long after the Plan was substantially consummated.

### **DESIGNATION OF THE RECORD ON APPEAL**

The following items are to be included in the record on appeal:

<b>Record Number</b>	<b>Filing Date</b>	<b>Docket No</b>	<b>Docket Text</b>
1	04/20/2004	1155	Amended Disclosure Statement / <i>Debtors' Amended Disclosure Statement Pursuant to Section 1125 of the Bankruptcy Code</i> (related document(s) <u>1055</u> ) filed by Jonathan S. Henes on behalf of Allegiance Telecom, Inc.. (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit C# <u>4</u> Exhibit D# <u>5</u> Exhibit E# <u>6</u> Exhibit F# <u>7</u> Exhibit G# <u>8</u> Exhibit H# <u>9</u> Exhibit I# <u>10</u> Exhibit J)(Henes, Jonathan) (Entered: 04/20/2004)
2	05/28/2004	1346	Chapter 11 Plan / <i>Plan Supplement to Debtors' Second Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code</i> (related document(s) <u>1168</u> ) filed by Jonathan S. Henes on behalf of Allegiance Telecom, Inc.. (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit C# <u>4</u> Exhibit D# <u>5</u> Exhibit E# <u>6</u> Exhibit F# <u>7</u> Exhibit G-1# <u>8</u> Exhibit G-2# <u>9</u> Exhibit G-3# <u>10</u> Exhibit G-4# <u>11</u> Exhibit H-1# <u>12</u> Exhibit H-2# <u>13</u> Exhibit H-3# <u>14</u> Exhibit H-4# <u>15</u> Exhibit I# <u>16</u> Exhibit J# <u>17</u> Exhibit K)(Henes, Jonathan) (Entered: 05/28/2004)

Record Number	Filing Date	Docket No	Docket Text
3	06/07/2004	1451	Amended Plan / <i>Notice of Amendments to Plan Supplement to Debtors' Second Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code</i> (related document(s) <u>1346</u> , <u>1168</u> ) filed by Jonathan S. Henes on behalf of Allegiance Telecom, Inc.. (Attachments: # <u>1</u> Revised Exhibit F# <u>2</u> Revised Exhibit G-1# <u>3</u> Revised Exhibit G-2# <u>4</u> Revised Exhibit G-3# <u>5</u> Revised Exhibit G-4# <u>6</u> Revised Exhibit H-2# <u>7</u> Revised Exhibit K)(Henes, Jonathan) (Entered: 06/07/2004)
4	06/10/2004	1476	Third Amended Plan / <i>Debtors' Third Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code</i> filed by Matthew Allen Cantor on behalf of Allegiance Telecom, Inc.. (Cantor, Matthew) (Entered: 06/10/2004)
5	06/10/2004	1481	Order Confirming Debtors' Third Amended Join Plan Reorganization signed on 6/10/2004 (related document(s) <u>1476</u> ). (Li, Dorothy) (Entered: 06/10/2004)
6	06/23/2004	1533	Stipulation and Order signed on 6/23/2004 Settling Certain Disputes between Allegiance Telecom, Inc., Allegiance Telecom Company Worldwide, The Official Committee of Unsecured Creditors and XO Communications, Inc. (Lopez, Mary) (Entered: 06/23/2004)
7	08/30/2007	2498	Motion to Compel / <i>XO Holdings, Inc.'s Motion for Entry of an Order (1) Compelling The Allegiance Telecom Liquidating Trust to Make Required Plan Distributions; and (2) Prohibiting the ATLT From Excluding Robert E. Fischer from ATLT Board Deliberations and Actions</i> filed by Martin S. Siegel on behalf of XO Communications, Inc.. with hearing to be held on 9/14/2007 at 10:00 AM at Courtroom 610 (RDD) Responses due by 9/11/2007, (Attachments: # <u>1</u> Volume(s) Proposed Order# <u>2</u> Exhibit A# <u>3</u> Exhibit B# <u>4</u> Exhibit C# <u>5</u> Exhibit D# <u>6</u> Exhibit E# <u>7</u> Exhibit F# <u>8</u> Exhibit G) (Siegel, Martin) (Entered: 08/30/2007)
8	08/30/2007	2499	Notice of Hearing / <i>Notice of XO Holdings, Inc.'s Motion for Entry of an Order (1) Compelling the Allegiance Telecom Liquidating Trust to Make Required Plan Distributions; and (2) Prohibiting the ATLT from Excluding Robert E. Fischer from ATLT Board Deliberations and Actions</i> (related document(s) <u>2498</u> ) filed by Martin S. Siegel on behalf of XO Communications, Inc.. with hearing to be held on 9/14/2007 at 10:00 AM at Courtroom 610 (RDD) Objections due by 9/11/2007, (Siegel, Martin) (Entered: 08/30/2007)

Record Number	Filing Date	Docket No	Docket Text
9	10/08/2007	2523	Objection to Motion // <i>Objection of the Allegiance Telecom Liquidating Trust to XO Holdings, Inc.'s Motion for Entry of an Order, Among Other Things, Compelling the Allegiance Telecom Liquidating Trust to Make Required Plan Distributions</i> (related document(s) <a href="#">2498</a> ) filed by Ira S. Dizengoff on behalf of Allegiance Telecom Liquidating Trust. with hearing to be held on 10/11/2007 at 10:00 AM at Courtroom 610 (RDD) (Dizengoff, Ira) (Entered: 10/08/2007)
10	11/05/2007	2543	Response / <i>XO Holdings, Inc.'s Reply To Objection of Allegiance Telecom Liquidating Trust to Motion for Entry of an Order Compelling It to Make Required Plan Distributions</i> (related document(s) <a href="#">2523</a> ) filed by Martin S. Siegel on behalf of XO Communications, Inc.. (Attachments: # <a href="#">1</a> Exhibit 1# <a href="#">2</a> Exhibit 2# <a href="#">3</a> Exhibit 3# <a href="#">4</a> Exhibit 4# <a href="#">5</a> Exhibit 5# <a href="#">6</a> Exhibit 6# <a href="#">7</a> Exhibit 7# <a href="#">8</a> Exhibit 8# <a href="#">9</a> Exhibit 9# <a href="#">10</a> Exhibit 10# <a href="#">11</a> Exhibit 11# <a href="#">12</a> Exhibit 12# <a href="#">13</a> Exhibit 13) (Siegel, Martin) (Entered: 11/05/2007)
11	12/20/2007	2551	Motion to Approve / <i>Motion of XO Holdings, Inc. for Approval and Entry of Stipulation and Order Concerning Required Plan Distributions</i> filed by Martin S. Siegel on behalf of XO Communications, Inc.. with hearing to be held on 1/24/2008 at 10:00 AM at Courtroom 610 (RDD) Responses due by 1/14/2008, (Attachments: # <a href="#">1</a> Exhibit A# <a href="#">2</a> Exhibit B) (Siegel, Martin) (Entered: 12/20/2007)
12	12/20/2007	2552	Notice of Hearing / <i>Notice of Motion of XO Holdings, Inc. for Approval and Entry of Stipulation and Order Concerning Required Plan Distributions</i> (related document(s) <a href="#">2551</a> ) filed by Martin S. Siegel on behalf of XO Communications, Inc.. with hearing to be held on 1/24/2008 at 10:00 AM at Courtroom 610 (RDD) Objections due by 1/14/2008, (Siegel, Martin) (Entered: 12/20/2007)
13	01/10/2008	2554	Transcript of <i>Hearing Held on 11/6/07 at 10:09 a.m.</i> filed by Veritext, LLC. (Richards, Beverly) (Entered: 01/10/2008)
14	01/10/2008	2556	Objection to Motion / <i>Objection of Shared Technologies, Inc. to Entry of Stipulation and Order Compelling Allegiance Telecom Liquidating Trust to Make Required Plan Distributions</i> (related document(s) <a href="#">2551</a> ) filed by Judith Elkin on behalf of Shared Technologies, Inc.. with hearing to be held on 1/24/2008 at 10:00 AM at Courtroom 610 (RDD) Objections due by 1/14/2008, (Elkin, Judith) (Entered: 01/10/2008)

Record Number	Filing Date	Docket No	Docket Text
15	01/28/2008	2562	Response /Reply of XO Holdings, Inc., to Objection of Shared Technologies Inc. to Motion for Approval and Entry of Stipulation and Order Concerning Required Plan Distributions (related document(s) <u>2556</u> ) filed by Martin S. Siegel on behalf of XO Communications, Inc.. (Attachments: # <u>1</u> Exhibit 1# <u>2</u> Exhibit 2# <u>3</u> Exhibit 3# <u>4</u> Exhibit 4) (Siegel, Martin) (Entered: 01/28/2008)
16	01/28/2008	2564	Affidavit /Declaration of Renee Hornbaker in Support of Objection of Shared Technologies Inc. to Motion for Entry of Stipulation and Order Compelling Allegiance Telecom Liquidating Trust to Make Required Plan Distributions (related document(s) <u>2556</u> ) filed by Robert D. Albergotti on behalf of Shared Technologies, Inc.. (Attachments: # <u>1</u> Exhibit 1# <u>2</u> Exhibit 2)(Albergotti, Robert) (Entered: 01/28/2008)
17	02/07/2008	2573	Order signed on 2/7/2008 Approving Stipulation and Order Concerning Required Plan Distributions. (Related Doc # <u>2551</u> ) (Cantrell, Deirdra) (Entered: 02/07/2008)
18	02/07/2008	2574	So Ordered Stipulation and Order signed on 2/7/2008 Granting XO Holdings, Inc's Motion for entry of an Order Compelling the Allegiance Telecom Liquidating Trust to make required Plan Distributions. (related document(s) <u>2498</u> )(Cantrell, Deirdra) (Entered: 02/07/2008)
19	02/19/2008	2585	Notice of Appeal (related document(s) <u>2573</u> ) filed by Jason A. Nagi on behalf of Shared Technologies, Inc.. (Nagi, Jason) (Entered: 02/19/2008)
20	02/19/2008	2586	Notice of Appeal (related document(s) <u>2574</u> ) filed by Jason A. Nagi on behalf of Shared Technologies, Inc.. (Nagi, Jason) (Entered: 02/19/2008)
21	02/19/2008	2587	Motion for Stay Pending Appeal /Shared Technologies, Inc.'s Motion for Stay of Bankruptcy Court Orders Pending Appeal Pursuant to Fed. R. Bankr. P. 8005 (related document(s) <u>2585</u> , <u>2586</u> , <u>2574</u> , <u>2573</u> ) filed by Jason A. Nagi on behalf of Shared Technologies, Inc.. (Attachments: # <u>1</u> Motion) (Nagi, Jason) (Entered: 02/19/2008)
22	02/19/2008	2588	Memorandum of Law in Support of Shared Technologies, Inc.'s Motion for Stay of Bankruptcy Court Orders Pending Appeal Pursuant to Fed. R. Bankr. P. 8005 (related document(s) <u>2587</u> ) filed by Jason A. Nagi on behalf of Shared Technologies, Inc.. (Nagi, Jason) (Entered: 02/19/2008)

Record Number	Filing Date	Docket No	Docket Text
23	02/19/2008	2589	Declaration of Renee Hornbaker in Support of Shared Technologies, Inc.'s Motion for Stay Pending Appeal (related document(s) <u>2587</u> ) filed by Jason A. Nagi on behalf of Shared Technologies, Inc.. (Attachments: # <u>1</u> Exhibit A# <u>2</u> Exhibit B# <u>3</u> Exhibit C# <u>4</u> Exhibit D) (Nagi, Jason) (Entered: 02/19/2008)
24	02/22/2008	2591	Order signed on 2/22/2008 scheduling hearing on Shared Technologies Inc.'s Motion for Stay Pending Appeal (related document(s) <u>2587</u> ) to be held on 3/18/2008 at 10:00 AM at Courtroom 610 (RDD). (Li, Dorothy) (Entered: 02/22/2008)
25	02/08/08	2597	Transcript (AMENDED) of hearing held on 1/29/08 at 10:29 am Re: Motion of XO Holdings, Inc. for Approval and Entry of Stipulation & Order Concerning Required Plan Distributions (related document(s) <u>2581</u> ) filed by Veritext, LLC. (Richards, Beverly) (Entered: 02/26/2008)

Dated: New York, New York  
February 29, 2008

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**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that he has served a true and correct copy of the foregoing Designation upon all parties listed below via United States first class mail, postage prepaid, on the 29th day of February, 2008, in accordance with the Federal Rules of Bankruptcy Procedure.

/s/ Jason A. Nagi

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